

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

BREMER EHRLER
Secretary



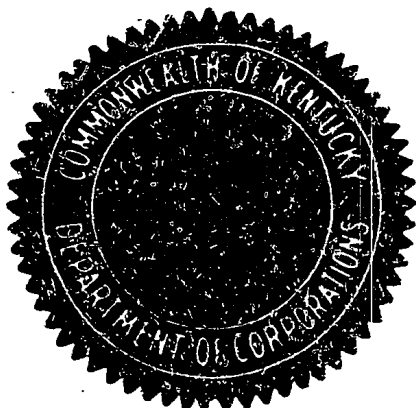
FRANKFORT,
KENTUCKY

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

I, BREMER EHRLER, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Amended Articles of Incorporation of

KENTUCKY CONCRETE PIPE COMPANY, INC.

amended pursuant to Kentucky Revised Statutes, 271A, (~~278~~) duly signed and verified or acknowledged according to law, have been filed in my office by said corporation, and that all taxes, fees and charges payable upon the filing of said Articles of Amendment have been paid.



SECRETARY OF STATE

*Given under my hand and seal of Office as Secretary of State,
at Frankfort, Kentucky, this* 15TH
day of JULY, 19 88.

Bremer Ehler

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

422500
ORIGINAL COPY FILED
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
KENTUCKY CONCRETE PIPE COMPANY, INC.

JUL 15 1988
528628
Brian Erber
SECRETARY OF STATE

Pursuant to the provisions of the Kentucky Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is Kentucky Concrete Pipe Company, Inc.

528628

SECOND: The following amendment to the Articles of Incorporation was adopted by the written consent of the shareholders of the Corporation dated June 15, 1988, after recommendation of the resolution by the unanimous written consent of the Board of Directors, in the manner prescribed in the Kentucky Business Corporation Act for amending Articles of Incorporation where shares have been issued.

ARTICLE V was amended by deleting it in its entirety and by substituting the following in lieu thereof:

"The number of shares which the Corporation shall have the authority to issue is 70,000 shares of common stock, \$10 par value per share, of which 35,000 shares shall be Voting Common Stock and 35,000 shares shall be Non-Voting Common Stock. The common stock outstanding when the Articles of Amendment become effective shall be the Voting Common Stock and, at that time, each shareholder of common stock shall receive 1 share of Non-Voting Common Stock for each share of common stock that shareholder owns at that time.

The designations, preferences, privileges and voting powers of each class of stock of the Corporation, and the restrictions and qualifications thereof, shall be as follows:

VOTING COMMON STOCK

Voting Rights. Each holder of Voting Common Stock shall be entitled to one vote for each share held.

Dividends. The holders of Voting Common Stock shall be entitled to receive such dividends, as may, from time to time, be declared by the Board of Directors of the Corporation; provided, however, that whenever a dividend shall be declared by the Board of Directors of the Corporation on a share of Non-Voting Common Stock, a dividend in an equal amount per share shall be declared on Voting Common Stock.

GREENEBAUM DOLL & McDONALD

(A PARTNERSHIP INCLUDING PROFESSIONAL SERVICE CORPORATIONS)

3300 FIRST NATIONAL TOWER
LOUISVILLE, KENTUCKY 40202-3197

TELEPHONE (502) 589-4200
TELECOPIER (502) 589-4412
TELEX 215079

LEXINGTON OFFICE
1400 VINE CENTER TOWER
LEXINGTON, KENTUCKY 40593-1637
(606) 231-8500
TELECOPIER (606) 235-2742
TELEX 218555

GREENEBAUM DOLL McDONALD & FRALEY
20 NORTH ORANGE AVENUE, SUITE 1190
ORLANDO, FLORIDA 32801-2614
(407) 423-1800
TELECOPIER (407) 422-7096

A. ROBERT DOLL*
ROBERT F. MATTHEWS
LARAMIE L. LEATHERMAN*
EDWIN H. PERRY
THOMAS A. BROWN
MICHAEL G. SHANKIN*
MARTIN S. WEDBERG*
IVAN M. DIAMOND*
MICHAEL M. FURSHMAN*
LAWRENCE E. BARKER
PHILIP D. SCOTT
B. VAN YOUNG
EDWARD B. WEINBERG*
CHARLES PASSLER
RICHARD S. HEKLT*
JOHN A. WRST
MICHAEL L. ADES
ROBERT E. FRALEY**
W. PLUMER WISEMAN, JR.
ERIC L. ISOM
JOHN H. STITES, III
ROBERT C. STILZ, JR.
JOHN R. CUMMINS
JAMES R. MULLIMAN
P. RICHARD ANDERSON, JR.
LLOYD R. CRESS

CHARLES J. LAVELLE
MARK S. AMBENT*
DAVID M. RYTH
JAMES A. KEGLEY
MARCUS P. MCGRAW
JOHN D. TURNER, III
JOHN S. SAWYER
HIRAH ELY, III
JOHN V. WHARTON
JUNE NALLEY KING
EGGY B. LYNDRUP
J. WHITNEY WALLINGFORD, III
JAMES F. HEEKEN, JR. **
PATRICIA W. BALLARD
NICHOLAS R. GLANCEY
PATRICK A. NEPITE
BARBARA R. MARTURGO
RICHARD S. CLARY
DARBY C. REEVES
GLEN M. KEFES
MICHAEL C. SLOAN
MARGARET S. KRANE
CARMEN D. GRANDS-BETTI
JANET P. JAKUBOWICZ
TANDY C. PATRICK
ROBERT P. MORROW, JR.

R. ROY VESTREBY
RICHARD J. EMMETT
MARK S. RIDGLE
C. JOHNSTON CHAMBER, III
HOLLAND N. McTYRE, V
WILLIAM D. ROBERTS
PATRICK J. WELSH
W. BRADFORD BOONE
SUSAN J. HOFFMANN
PHILIP C. BISHOP**
CAROLYN M. BROWN
JOEL C. ZWINGER
KATHIE M. McDONALD
GREGORY A. COMPTON
STEVEN I. SPALDING
JILL L. FORCE
DAVID W. REGAN
DEBORAH HOLLAND TUDOR
T. RICHARD RINEY**
WELLS W. HONSON, V
MICHAEL A. SHORSTED**
STEPHEN W. SWITZER
DANIEL E. FISHER
JEFFREY A. MCKENZIE
LAUREL L.F. GARRETT
KARENETH J. ALMY

TURNEY F. BERRY
MARK T. HAYDEN
CHARLES F. WIDOM, JR.
VIRGINIA H. UNDERWOOD
J. MARK BOJBERT**
J. WARD STALLINGS, II
JAMES S. DAVIS
PATRICK B. NORTMAN
JOHN C. READES
DAVE A. OWEN
ROBERT L. ABELL
JOSEPH J. TERZ
CATHERINE M. SADDLO
PATRICK R. HOLLAND, II

OF COUNSEL
LILLIAN M. FLEISCHER
W. BRUCE LUNSFORD
STEPHEN R. McNAMARA**
GLENN A. HOBKINS
JAMES G. LEMASTER

* A PROFESSIONAL SERVICE CORPORATION
** ADMITTED IN FLORIDA
+ ADMITTED IN FLORIDA AND KENTUCKY
++ ADMITTED IN INDIANA AND KENTUCKY

Handwritten:
450.00
275.50
185.00
40
422.50
Total
225.00
60
165.00

July 14, 1988

Handwritten:
\$ 225.00
60.00
165.00

RECEIVED

JUL 15 1988

SECRETARY OF STATE
COMMONWEALTH OF KY

Secretary of State
Corporation Division
Capitol Building
Frankfort, Kentucky 40601

Re: Kentucky Concrete Pipe Company, Inc.

Dear Sir or Madam:

Enclosed for filing is the 1987 and 1988 annual report for the above-referenced corporation, along with a check in the amount of \$20.00.

Also enclosed for filing are triplicate originals of the Articles of Amendment to the Articles of Incorporation of the above-referenced corporation, along with a separate check in the amount of \$60.00 to cover the filing fees.

Please file these annual reports and Articles of Amendment. Return two of the originals of the Articles of Amendment, stamped as filed, to my attention.

Thank you for your assistance.

Cordially,

Annette D. Spence
Paralegal

Handwritten:
35,000
20
15,000
75,000
275.

Handwritten:
70,000
20,000
5,000
5,000

Handwritten:
200.00
250.
450.
275
185.00

ADS:ses
Enclosure

Handwritten signatures and scribbles.